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Hearing date: November 30, 2006 at 10:00 a.m.

Gordon J. Toering (GT3738)
(Admitted *Pro Hac Vice*)

and

Duane Morris LLP
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(973) 424-2010

Walter J. Greenhalgh (WJG-9614)
Joseph H. Lemkin (JL-2490)

Attorneys for Robert Bosch Corporation

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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	:	
In re	:	Chapter 11
	:	
DELPHI CORPORATION, <u>et al.</u> ,	:	Case No. 05-44481 (RDD)
	:	
	:	(Jointly Administered)
Debtors.	:	
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**RESPONSE OF ROBERT BOSCH CORPORATION TO DEBTORS'
THIRD OMNIBUS OBJECTION TO CLAIMS**

Robert Bosch Corporation ("Bosch") hereby responds to Debtors' Third Omnibus Objection to Claims dated October 31, 2006 filed by debtors Delphi Corporation, *et al* (collectively, "Debtors"). Bosch states as follows for its response:

1. Debtors filed their voluntary bankruptcy petitions on October 8, 2005 and October 14, 2005. Debtors continue to operate their business and manage their affairs as debtors in possession pursuant to Chapter 11 of the Bankruptcy Code.

2. Bosch has been and continues to be a major supplier to and major customer of Debtors.

3. On or about July 31, 2005, Bosch filed a proof of claim in the amount of \$1,333,984.29 ("Bosch's Claim"). Bosch's Claim arises out of parts that Bosch shipped to Debtors. Bosch's Claim was filed as a secured claim as a result of its setoff and recoupment rights for amounts the Debtors owed to Bosch.

4. Bosch also reserved the right to amend Bosch's Claim to assert additional amounts for warranty charges or other charges or debts that may arise in the future (after the bar date to file proofs of claim).

5. On October 31, 2006, Debtors filed their Third Omnibus Objection to Claims (the "Objection") where Debtors seek to reclassify Bosch's Claim as an unsecured claim.

6. Since the filing of Bosch's Claim, Bosch and the Debtors have resolved the setoff and recoupment issues that existed between them.

7. Bosch does not object to the reclassification of Bosch's Claim as an unsecured claim. However, Bosch files this response as a precaution in order to ensure that Debtors' Objection does not prejudice Bosch's rights, including, without limitation, Bosch's right to later amend Bosch's Claim to assert additional amounts owed to Bosch. These additional amounts may relate to warranty and/or other product-related matters, including intellectual property infringement.

8. The address to which Debtors must deliver any reply to this response is:

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9. The person possessing authority to reconcile, settle, or ultimately resolve the claims on Bosch's behalf is Sarah L. Taylor, Chief Counsel, Intellectual Property, c/o Robert Bosch Corporation, 2800 South 25th Avenue, Broadview, Illinois 60155-4594; phone (708) 865-5444.

WHEREFORE, Bosch requests that the Court enter an order (1) providing that nothing in the Debtors' Second Omnibus Objection to Claims prejudices Bosch with respect to its claim; and (2) providing Bosch retains all of its rights with respect to its Claim, including the right to later amend the claim to assert additional amounts owed to Bosch.

Dated: November 22, 2006

WARNER NORCROSS & JUDD LLP

By /s/ Gordon J. Toering
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